CONCORDIA UNIVERSITY STUDENTS' ASSOCIATION

SPECIAL MEETING
OF THE BOARD OF DIRECTORS
HELD ON FRIDAY, FEBRUARY 18, 1994 AT 4:30 P.M.
IN H-651, SIR GEORGE WILLIAMS CAMPUS

CONCORDIA UNIVERSITY STUDENTS' ASSOCIATION

ASSOCIATION DES ÉTUDIANTS ET ÉTUDIANTES DE L'UNIVERSITÉ CONCORDIA

1.0 ROLL CALL

PRESENT

CO-PRESIDENTS
Philip Dalton
Lana Grimes

COMMERCE
Kristina Bolh (5:15 p.m.)
Andrea Fernandez
Emmanuel Kamukama

FINE ARTS
Jonathan Asencio
Jonathan Carruthers

ARTS AND SCIENCE
Nada Al-Yazdi (7:15 p.m.)
Marilyne Boyer
Helen Ora Cohen (left 6:15)
Allan Feldman
Wissam Jawad
Ken McMurray
Christine Vieira

ENGINEERING
Shadi Khader
Andrew Kennedy
Len Podgurny

ABSENT

Arts & Science: Pascale Batchoun, Genevieve Grenier (w/r), Shafik Mina (w/r), Thomas Moll, Stacey Schacter

Fine Arts: Aimée Darcel (w/r)

2.0 CALL TO ORDER

The Chairperson, Geoff Dubrow, called this meeting to order at 5:05 p.m.

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3.0 APPROVAL OF AGENDA

The Chair stated that the only item on the agenda was the approval of the questions for the CUSA referendum, namely, the constitutional amendments, the Red Cross Blood Drive, and the QPIRG food co-op.

BE IT RESOLVED THAT the agenda of the special meeting be adopted.

Moved by: L. Grimes
Seconded by: P. Dalton

VOTE ON MOTION **12/1/2** **CARRIED**

4.0 REFERENDUM QUESTIONS

L. Grimes stated that after discussion with the Association's lawyer Francois Longpré, it was brought to her attention that initiatives must come from the Board of Directors and not from the shareholders. Even if the students supported the new constitution, the document must have the authority of the Board of Directors upon it.

L. Grimes stated that the changes that the Board members have received in their mailboxes are the most legally sound, and are the ones to be followed in the case of discrepancies between it and the version of the constitutional changes that were printed in the newspapers.

L. Grimes stated that changes made tonight will be published in the newspapers after the Spring Break. She added that each question has a disclaimer that allows the Board to adopt the resolution in order to bring it to the students, without the Board itself taking a stance for or against the resolution.

L. Grimes stated that on the ballot there will be a reference to the specific resolution, and that the full text of the resolution will be taped inside the voter's box, as well as available at the polling stations. She added that because of the format of the ballot, the students will be given the opportunity to pick and choose which resolutions they will support.

L. Grimes stated that this document is not a full look at every area of change, but is a reasonable amount to look at in one referendum. She added that the purpose of the moment is not to debate the merits of each proposal, but to simply allow the proposals to go to the students.

The Chair suggested the Board proceed motion by motion.

A. Feldman stated that he would hate for someone to declare the referendum illegal. He stated that a resolution was

passed two or three meetings ago that called for a single question. He added that that has not been changed, so that motion will have to be amended or rescinded.

L. Grimes stated that she recommends a motion be passed that would state the motions passed at this meeting supersede all previous motions regarding the constitutional document to be brought to the students.

The Chair stated that he questioned the legality of having one motion supersede another because that is essentially rescinding a motion.

L. Grimes stated that she felt it would be preferable to pass a motion saying tonight's discussion supersedes all previous discussion regarding the passing of the constitution by this Board, and if it is at a later time established that tonight's motion is not legal, the rescinding of the previous motion can be undertaken, but if it is legal, the work has already been done.

The Chair stated that he felt it was a very dangerous precedent to state that one motion supersedes another.

A. Feldman stated that the previous motion could be amended to delete the part that stated there would be one question and add the resolutions that would be decided tonight.

E. Kamukama asked why the motion could not simply be rescinded.

The Chair stated that the agenda would have to be amended to include the motion to rescind. He added that he would feel more comfortable in this matter if the Board proceeded by unanimous consent.

A. Feldman stated that the agenda would not have to be amended as this motion pertains to the constitutional discussion.

MOTION TO AMEND AGENDA TO INCLUDE MOTION TO RESCIND

Moved by: P. Dalton
Seconded by: L. Grimes

VOTE ON MOTION **12/0/1** **CARRIED**

BE IT RESOLVED THAT the motion previously passed by the Board of Directors regarding the form of the question of the constitutional package to be brought to the students in a referendum be rescinded.

Moved By: L. Grimes
Seconded By: E. Kamukama

L. Podgurny stated that he would like it noted that the motion is being rescinded upon legal advice.

VOTE ON MOTION 12/0/1 CARRIED

Page #1 Change of Name of the Association

Motion 636

WHEREAS the Board of Directors of CUSA has adopted the following resolutions amending the CUSA by-laws in order to give its members the opportunity to vote on these resolutions, but without itself taking a position;

WHEREAS this amendment will change CUSA's name to Concordia Students' Union Inc.;

WHEREAS this amendment requires an amendment to CUSA's legal charter and letters of patent;

BE IT RESOLVED THAT the Directors of the Concordia University Students' Association Inc. be and are hereby authorized to request the issuance of supplementary letters of patent changing the English version of the name of the corporation to Concordia Students' Union Inc., and leaving the French version unchanged, and;

BE IT FURTHER RESOLVED THAT Section 1 of the CUSA by-laws be amended by replacing the words Concordia Students' Association Inc. with Concordia Students' Union Inc.

Moved by: L. Grimes
Seconded by: L. Podgurny

A. Kennedy asked why the name is being changed. L. Grimes stated that the name CUSA carries baggage, and that reform sometimes begins with a name.

O. Cohen asked if the name change is because CUSA has a tarnished image. L. Grimes replied that she would not like to campaign on the issue. She added that there is a difference between an association and a union, and that union evoked a united cross-campus body.

A. Feldman asked why the French name will be left unchanged. L. Grimes replied that the corporation and the body is always referred to by its English name, and that the French name is just for Quebec legal forms.

P. Dalton stated that 'student union' is evocative of student power and unity.

VOTE ON MOTION **14/1/0** **CARRIED**

The Chair stated that in the interest of saving time, he would not read the disclaimer at the beginning of each resolution, but it is to be understood that the disclaimer appears at the beginning of each motion.

Page #2 Change of name of the Board of Directors

Motion 637

WHEREAS this amendment would change the name of the Board of Directors to the Council of Representatives;

BE IT RESOLVED THAT the CUSA by-laws be amended by replacing the words 'Board of Directors' and 'Board' with the words 'Council of Representatives' and 'Representatives' respectively wherever they appear.

Moved by: L. Grimes
Seconded by: L. Podgurny

L. Grimes stated that the reason for this name change was basically the same as for the change above. She added that the name was very heavyweight, and that by being named representatives, the representatives will be constantly reminded of their function as representatives.

L. Podgurny asked where the name change would put the Board legally, and if the Council of Representatives would have the same authority. L. Grimes replied that the level of authority does not change at all.

S. Khader stated that he preferred the name Board of Directors.

K. McMurray stated that there is no need to debate the questions. He added that the only purpose of the meeting was to allow the questions to go to the students.

The Chair stated that how one personally felt about the issues is to be decided in the actual voting process.

A. Feldman stated that if the Board wishes to change some of the issues, then this is the proper moment.

L. Podgurny asked if there is a legal difference between calling the body the Board of Directors or the Council of Representatives. L. Grimes replied that there was not.

The Chair asked if there were any objections to calling the question. There were none.

VOTE ON MOTION **13/1/0** **CARRIED**

Page #3 Term of office

Motion 638

WHEREAS this amendment would match the beginning of terms of office of the directors and co-presidents with the beginning of the Association's fiscal year;

BE IT RESOLVED THAT the CUSA By-laws be amended by replacing the last sentence of Section 4.2 with 'the annual general meeting of members being called by the Board of Directors in September', by replacing the words 'January' and 'February' with the word 'March' in Section 17.1, and by replacing the words 'April 1st' with 'June 1st' in Section 17.7.1.

Moved by: K. McMurray
Seconded by: P. Dalton

K. McMurray asked if the present term of office is extended. L. Grimes replied that if the motion passes in the referendum the term will be extended.

L. Podgurny stated that the question had been previously amended to include January, February and March, and suggested that January and February be kept in the question, so that the election would not necessarily have to be in March.

L. Grimes stated that the reason the date is as specific as one month is so that every student will know exactly when the general election will be.

L. Podgurny stated that if the motion fails, the constitution will stand as reading 'January, February and March'.

C. Vieira stated that if the term is extended to May 31st, it makes sense to have the elections in March. She asked what would happen after the referendum if the motions regarding the presidential and council of representatives issues pass. L. Grimes replied that each of the motions being considered contains the vocabulary of the current constitution. She added that it is not assumed that one motion will pass, and that is why, for example, the term 'Council of Representatives' is not used throughout the document. She stated that the changes will be automatic if they pass.

A. Feldman stated that there is a problem in that Section 17.7.1 states that directors, including co-presidents elected in any general or by-election would take office on what would now be June 1st, however, it also states that the CRO's report must be received by the Annual General Meeting before the introduction of the directors and co-presidents, which would now take place in September. He added that there would have to be a further amendment to 17.7.1 in order to get around this.

M. Giles stated that she felt a concern was whether or not to have the Annual General Meeting before or after the new administration takes office. She added that each of the motions must be looked at separately.

L. Grimes stated that if there are any recommendations that would made the document more legally sound, there could perhaps be a motion passed at the end of this exercise that would allow for those changes.

A. Feldman stated that there had to be a decision made between having the Annual General Meeting in September, or directors and co-presidents taking office before an Annual General Meeting. He suggested that the words 'Annual General Meeting' be replaced by the words 'first succeeding meeting of the Board of Directors'. He clarified that this means that the CRO's report must be received sometime between the election in March and the end of the term on June 1st.

P. Dalton stated that the motion could be changed to read 'the Chief Returning Officer's report must have been received by the Board of Directors'.

The amendment is friendly.

K. McMurray stated that he had reservations about a group of thirty overturning the results of potentially 2.5% of the population.

L. Grimes stated that the Annual General Meeting does not have the power to overturn the results of an election.

VOTE ON MOTION **12/0/1** **CARRIED**

Page #4 Technical changes

BE IT RESOLVED THAT the CUSA by-laws be amended by adding the following Section at the end of Article 8: "8.4 The Board of Directors may from time to time adopt a Regulation providing for the refund of the fee upon such terms and conditions as it may deem fit."

BE IT FURTHER RESOLVED THAT the CUSA by-laws be amended by adding a new paragraph at the end of Section 5.5 as follows: "Regulations shall be policies of a permanent nature which may only be adopted, amended or rescinded by a two-thirds majority vote of the Board of Directors at a meeting specifically called for that purpose." and deleting the words ", regulation" from Section 5.5 f);

BE IT FURTHER RESOLVED THAT the CUSA by-laws be amended by replacing the first paragraph of Section 4.2 as follows:

"The Annual General Meeting of members shall be held solely for the following purposes:

a) receiving the Chief Returning Officer's report on the Annual General elections of the Association and on any referendums or by-elections held concurrently;
b) receiving the annual financial statements of the Association for the last fiscal year and the auditors' report thereon;
c) appointing the auditors for the ensuing year; and
d) hearing such reports as the Co-Presidents may deem appropriate.

BE IT FURTHER RESOLVED THAT the CUSA by-laws be amended by adding a sentence to Section 17.4 as follows: "by-elections for vacancies on the Board of Directors must be held no later than the first week of November and the first week of February."

BE IT FURTHER RESOLVED THAT CUSA's Special by-law B be amended to read as follows: "The Association may use its funds in the purchase of stock in any other company."

BE IT FURTHER RESOLVED THAT the CUSA by-laws be amended by adding the words "in order to come into effect immediately" at the end of the first sentence of Section 20.1; and the words "Amendments to come into effect upon confirmation by referendum require a simple majority vote of the Board of Directors."

Moved by: L. Grimes
Seconded by: L. Podgurny

L. Grimes stated that the Association needs a regulation manual, and that is what the section that states 'regulations shall be policies of a permanent nature' is about. She added that the amendment to Special by-law B allows CUSA to own CUSAcorp.

VOTE ON MOTION UNANIMOUS

Page #5 Faculty Representatives

WHEREAS these amendments would change the current system of direct election of all the directors by the members of each faculty by allowing for the direct appointment of some of the directors by recognized faculty associations;

BE IT RESOLVED THAT the CUSA by-laws be amended by replacing sections 5.2.1 and 5.2.2 with the following:

"5.2.1 The Board of Directors shall be composed of 30 members distributed as follows:

Arts and Science		Commerce and Administration	
Elected	9	Elected	3
Appointed	2	Appointed	2
Fine Arts		Engineering and Computer Science	
Elected	2	Elected	2
Appointed	2	Appointed	2
Independent Students		Co-Presidents	2
Elected	2		
Appointed	2		

Faculty representatives are elected by the members of their faculty. The collectivity of independent students is deemed to be a faculty for these purposes. The Co-Presidents are elected by and among all of the members of the Association."

BE IT FURTHER RESOLVED THAT the CUSA by-laws be amended by adding the following words at the end of Section 8.3: ", save for organizations accredited as students' associations pursuant to An Act Respecting the Accreditation and Financing of Students' Associations, R.S.Q. c. A-3.01";

BE IT FURTHER RESOLVED THAT should the resolutions entitled Co-Presidential System proposed concurrently with these resolutions be adopted, the Co-Presidents' seats shall be distributed one to each of the elected seats for the faculties of Arts and Science and Commerce and Administration and the last sentence of the proposed Section 5.2.1 above shall be deleted.

BE IT FURTHER RESOLVED THAT should the resolutions entitled Removal from Office (by-laws) proposed concurrently with these resolutions be adopted, the following shall be Section 18.4 to the new Article 18:

"18.4 Notwithstanding Sections 18.2 and 18.3, appointed Directors may only be removed from office by the Faculty Association which appointed them in accordance with their own rules. A written notice of removal from office must be sent by the Faculty Association to the Association and the removal from office takes effect from the receipt of that notice by the Association."

Moved by: L. Grimes

Seconded by: L. Podgurny

L. Grimes stated that amending section 8.3 acknowledges that other association collect fees.

L. Podgurny asked if FASA has the authority to recommend a representative to the Board of Governors. L. Grimes replied that there is an addition that was just received that may help answer the question. She stated that following the paragraph that ends 'The Co-Presidents are elected by and among all of the members of the Association.' please consider 'Appointed faculty representatives are appointed by Faculty Associations recognized by CUSA's Board of Directors by regulation adopted by a two-thirds majority vote at a meeting specifically called for that purpose. If no Faculty Association is recognized for a given faculty, appointed seats are elected.'

L. Grimes stated that CUSA's Board of Directors is now proposed to have an amendment to recognize departmental groups that come together as an Association.

J. Carruthers asked if an umbrella organization does not exist in the Fine Arts department, then those two positions that would normally be appointed would become elected positions. L. Grimes replied that that was correct.

J. Carruthers asked if an umbrella organization, in order to be recognized by CUSA, would have to recognize every club in Fine Arts. L. Grimes replied that this is the desired situation.

M. Giles suggested that if this constitution is adopted, and if the Board wants FASA to appoint people instead of having the positions elected, the Board will want to recognize FASA formally in some way before an election.

L. Grimes stated that on March 10, when what is left of all these questions is pieced together, there will have to be a meeting of the Board to examine what there is to work with.

L. Podgurny asked if legally and ethically, CUSA represents all students. L. Grimes replied that this issue is an ongoing debate.

M. Boyer asked who will appoint the Arts & Science seats. L. Grimes replied that as there is currently no Arts & Science Faculty Association, the seats will be elected. When a group comes from Arts & Science to the Board and asks for recognition, the Board will pass that by two-thirds, and at the next General Election the Association can send two people in.

A. Feldman asked if the Co-Presidential system remains, the Co-Presidents still remain as members of the Board. It was clarified that if the Co-Presidential system remains, the two will remain on the Board, but if there is a President, that person will not be on the Board.

L. Grimes stated that there is the potential for one third of the Board to be appointed and not elected.

A. Feldman stated that regarding Article 5, assuming that over time the composition of the university may change and thus warrant a change of numbers, for these numbers to be changed it would require a constitutional amendment by directors that would have to be a ratification by the directors with a two-thirds vote, effective only until the next Annual General Election. He added that this means that any changes to this won't be confirmed by referendum until the election in which these people are being elected.

L. Grimes asked A. Feldman if he has a proposal to resolve this situation.

A. Feldman suggested that notwithstanding Article 20.1, the composition of the Board may be amended only by a referendum of the members.

The amendment is friendly. A. Feldman suggested the Board vote on the spirit of the motion, and let the lawyers work out the wording.

MOTION TO CALL THE QUESTION

Moved by: H. O. Cohen
Seconded by: L. Grimes

VOTE ON MOTION	**12/1/1**	**CARRIED**

L. Grimes read the changes to the motion.

VOTE ON MOTION	**11/0/3**	**CARRIED**

Page #6 Letters Patent

Motion 639

L. Grimes stated that there are no changes and this resolution is very straightforward.

WHEREAS the legal Charter of CUSA (its "Letters Patent") does not specifically provide for the removal from Office of elected directors by the students but that its Constitution (the "By-laws") does;

WHEREAS the Board of Directors recommends the adoption of this resolution to the Members;

BE IT RESOLVED THAT the Directors of Concordia University Students' Association Inc. be and are hereby authorized to request the issuance of Supplementary Letters Patent to modify

its Letters Patent by adding the following paragraph in its general provisions:
"The by-laws of the Corporation may provide for the removal of directors during their term of office upon terms and conditions therein proscribed, including automatically for failure to attend meetings, by a vote of the Board of Directors for cause or by petition and recall vote of the members."

Moved by: L. Grimes
Seconded by: K. McMurray

VOTE ON MOTION 13/0/1 CARRIED

Page #7 Removal from office

WHEREAS these amendments would change the procedure for the removal from office of the Directors and Officers of CUSA by replacing the current system of hearings before the Judicial Board with a system of automatic removal for absence, removal by the Board of Directors for cause and removal by petition and recall vote of the members;
BE IT RESOLVED THAT Article 18 of the CUSA by-laws be amended by replacing it with the following:

"18.1 By reason of absence

Directors failing to attend three meetings of the Board of Directors without reasonable excuse during a term of office are deemed to have resigned their office. Directors may not accumulate more than four absences "with regrets" and any absences "with regrets" in excess of four are deemed to be without reasonable excuse, the whole as may be further determined from time to time by Regulation. A Representative who is deemed to have resigned under this section may not run for re-election or be re-appointed for the remainder of the term for which he or she had been originally elected or appointed.

18.2 By vote of the Board of Directors

Directors, the Co-Presidents and members of the Electoral Board may be removed from office by an absolute four-fifths majority vote of the sitting members of the Board of Directors for misappropriation of funds, delinquency of duties, violation of these by-laws or of the Regulations adopted thereunder. One week's written notice of the proposed removal from office must be given to the person subject to removal and to the Board of Directors indicating the alleged cause for removal and the date, time and place of the meeting of the Board of Directors where the issue will be decided.

Vice-presidents may be removed from office by an absolute two-thirds majority vote of the sitting members of the Board of Directors or by an absolute majority vote of the sitting members of Board of directors upon the recommendation of the Co-Presidents. One week's written notice of the proposed removal from office must be given to the person subject to removal and to the Board of Directors indicating the date, time and place of the meeting of the Board of Directors where the issue will be decided.

18.3 By petition of the members

Directors and the Co-Presidents may be removed from office in a referendum held no later than thirty days after the receipt by the Electoral Board of a petition of twenty-five percent of the members of the faculty of the Director or of twenty-five percent of all the members of the Association respectively. The Electoral Board has sole authority to verify the validity of the petition, subject to Regulations governing this removal process."

BE IT FURTHER RESOLVED THAT Article 7 of the CUSA by-laws be replaced with the following:

"Article 7 Electoral Board

7.1 Mandate

The Electoral Board is responsible for:

a) organizing and administering the elections, by-election and referenda of the Association;
b) administering referendums for the removal of a Director or of the Co-Presidents of the Association.

7.2 Composition

The Electoral Board is composed of five members of the Association who are appointed by a two-thirds majority vote of the outgoing Board of Directors.

The members of the Electoral Board's term of office runs for one year from their appointment or until their successors are appointed. Vacancies are filled by a two-thirds majority vote of the Board of Directors for the remainder of the member being replaced.

BE IT FURTHER RESOLVED THAT the By-laws of CUSA be amended by deleting the words "members of the Judicial Board" from Section 5.2.5; deleting the words "and the Judicial

Board" from Sections 5.3.3 and 10 c); deleting the words "of the Judicial Board" from Section 6.1.3; deleting the second sentence of Section 6.2.3; replacing the words "Judicial Board" with "Electoral Board" in Section 17.2; and deleting the words "the Judicial Board," in Section 19.2.

Moved by: L. Grimes
Seconded by: M. Boyer

A. Feldman suggested to amend the motion by changing the words "without reasonable excuse" to "without regrets".

The amendment was friendly.

G. Dubrow stated that in 18.2, an absolute three-quarters majority of sitting members is a very high number, and could make for a lot of trouble in trying to impeach, for example, a Co-President. He stated that three-quarters is unreasonable and that he hopes a director will move to change this number.

E. Kamukama moved that 18.2 be amended.

MOTION TO AMEND 18.2

18.2 **By vote of the Board of Directors**

Directors and members of the Electoral Board may be removed from office by an absolute three-quarters majority vote; and Co-Presidents by an absolute two-thirds majority vote; of the sitting members of the Board of Directors for misappropriation of funds, delinquency of duties, violation of these by-laws or of the Regulations adopted thereunder. One week's written notice of the proposed removal from office must be given to the person subject to removal and to the Board of Directors indicating the alleged cause for removal and the date, time and place of the meeting of the Board of Directors where the issue will be decided.

Vice-presidents may be removed from office by an absolute two-thirds majority vote of the sitting members of the Board of Directors or by an absolute majority vote of the sitting members of Board of directors upon the recommendation of the Co-Presidents. One week's written notice of the proposed removal from office must be given to the person subject to removal and to the Board of Directors indicating the date, time and place of the meeting of the Board of Directors where the issue will be decided.

Moved by: E. Kamukama
Seconded by: C. Vieira

VOTE ON AMENDMENT **6/5/2** **CARRIED**

L. Grimes stated she is concerned about individuals expressing their positions at this juncture, and asked that they do so in the referendum campaign period and at the polling stations. She added that she would question if these changes are being very well thought through.

P. Dalton stated that the constraints against the President are unfair. If three-quarters majority vote cannot be obtained, there is no longer an appeal to the Judicial Board. P. Dalton urged that the amendment be reconsidered.

MOTION TO RESCIND THE AMENDMENT

Moved by: K. McMurray
Seconded by: J. Carruthers

VOTE ON MOTION **9/3/2** **CARRIED**

G. Dubrow stated that three-quarters vote of the Board of Directors is an impossible number to reach. He added that he is not criticizing the process that came up with these numbers, but mentioned that he saw the numbers being changed arbitrarily himself, and that in fact one copy reads four-fifths. He stated that he feels strongly about this.

A. Feldman stated that the students are going to have to decide this issue. He added that it has not been decided if the Board of Directors can remove the Presidents or the members at all, and that the students should decide this issue, and that amendments can be made at a later date if necessary.

MOTION TO EXTEND THE MEETING

Moved by: K. McMurray
Seconded by: C. Bolh

VOTE ON MOTION **12/0/1** **CARRIED**

A. Feldman suggested that there were a number of issues in this motion, and that perhaps it should be split.

Due to confusion regarding the proceedings, M. Giles explained that it is necessary to deal with reconsidering the amendment, then vote on the amendment, and then go back to the original motion.

MOTION TO CALL THE QUESTION

Moved by: J. Asencio

Seconded by: K. Bolh

VOTE ON MOTION **UNANIMOUS**

VOTE ON AMENDMENT **4/8/0** **FAILED**

M. Giles clarified that there will now be a vote on the original motion, keeping in mind that in 18.2 the four-fifths number is a mistake and that it should read three-quarters.

A. Feldman stated that the way the motion is worded it cannot be split.

J. Carruthers stated that he is against this motion. He asked what the situation would be in the future if this motion does fail. How would further amendments be made in the future?

L. Grimes stated that if the motion fails, she would propose that another removal process could be put together that could go to the students with the General Election.

VOTE ON MOTION **10/1/1** **CARRIED**

Page #8 Replacing the Co-Presidents with a single President

Motion 640

WHEREAS these amendments would replace the current co-presidential system with that of a single elected president who would not be a voting member of the Board of Directors;

BE IT RESOLVED THAT the CUSA by-laws be amended by replacing the words "Co-Presidents" or "Co-President" with "President" wherever they appear and by making the grammatical corrections required by the change from the plural to the singular; by deleting subsections 6.1.1 c) and e); by deleting the words ", excluding the Co-Presidents," from Sections 5.2.5, 6.2.3 and 17.4; by deleting subsection 5.2.1 b); by deleting the last sentence of section 6.1.3; by replacing the words ", including the Co-Presidents," with "and the President" in sections 17.1, 17.7.1, 17.7.2 and 18.2; and by deleting the word "unanimous" in Section 18.1.1 should that Section not be modified by an amendment proposed concurrently pursuant to resolutions entitled Removal from Office (by-laws);

BE IT FURTHER RESOLVED THAT section 17.5 of the CUSA by-laws be replaced with:

"Should there be a vacancy in the Presidency, the Board of Directors shall appoint an Interim President from among the vice-presidents to hold office until a by-election has been held, which by-election must be called by the Board of Directors to be held no later than one month

from the vacancy. Should the vacancy occur during the summer term, the by-election shall be held in September."

BE IT FURTHER RESOLVED THAT should the resolutions entitled Faculty Representatives proposed concurrently with these resolutions fail, the CUSA by-laws be amended by deleting the word "and" from the end of subsection 5.2.1 a); and by deleting subsection 5.2.1 b).

This resolution shall come into force on June 1, 1994 and for the purposes of the upcoming Annual General Elections.

Moved by: E. Kamukama
Seconded by: M. Boyer

VOTE ON MOTION **UNANIMOUS**

Page #9 Fixed Executive

WHEREAS this amendment would replace the current system of an open number of vice-presidents with one in which there would be a fixed number of predesignated vice-presidents:

BE IT RESOLVED THAT the CUSA by-laws be amended replacing Section 6.2.1 with:

"The Co-Presidents shall appoint an Executive from among the members, which appointment shall be ratified by the Board of Directors. The Executive shall be composed of the Co-Presidents and six vice-presidents bearing the following titles and who shall have the powers and perform the duties usually incidental to their office, and shall perform such further duties as may be required by the Co-Presidents or as may be determined in the Regulations: vice-president Academic, vice-president Administration, vice-president CUSAcorp, vice-president Finance, vice-president Information and vice-president Services. The vice-presidents are directly responsible to the Co-Presidents."

This resolution shall come into force on June 1, 1994 and for the purposes of the upcoming Annual General Elections.

Moved by: K. McMurray
Seconded by: N. Al-Yazdi

VOTE ON MOTION **UNANIMOUS**

Page #10 Membership Status

WHEREAS this amendment would allow the Co-Presidents to remain in office without being enrolled in courses;

BE IT RESOLVED THAT the CUSA by-laws be amended by adding a new Section 6.1.4 as follows:

"The Co-Presidents need only be members of the Association at the time of their election."

Moved by: P. Dalton
Seconded by: L. Grimes

VOTE ON MOTION **11/0/1** **CARRIED**

Page #11 Status of Independent students

Motion 641

WHEREAS this amendment would allow for Independent student representation on the CUSA Board of Directors;

BE IT RESOLVED THAT the CUSA BY-Laws be amended by adding the following sentence to Section 5.2.2:

"For the purposes of this Article, the collectivity of Independent students is deemed a faculty."

BE IT FURTHER RESOLVED THAT this resolution be of no effect should the resolution entitled Faculty Representatives proposed concurrently with the present resolution be adopted.

Moved by: L. Grimes
Seconded by: A. Feldman

C. Vieira stated that independents students are often undergraduate students starting out and are very interested in the university life.

VOTE ON MOTION **UNANIMOUS**

An additional motion regarding approval of acclamation for uncontested positions is brought forth by J. Carruthers.

BE IT RESOLVED THAT in the event of no contest in the nomination period during elections or by-elections, the candidate be subjected to a YES/NO vote in the election or by-election.

MOTION TO ADD ACCLAMATION MOTION TO THE AGENDA

Moved by: J. Carruthers
Seconded by: L. Grimes

VOTE ON MOTION **UNANIMOUS**

An additional motion regarding CUSAcorp is brought forth.

BE IT RESOLVED THAT the following be adopted as Special BY-Law C of CUSA:

The General By-law of CUSAcorp Management Ltd. adopted by its Board of Directors on February 7, 1994 and ratified by CUSA on February 7, 1994 by resolution of its Board of Directors and the Sole Shareholder Statement adopted by CUSA on February 7, 1994 by resolution of its Board of Directors are hereby confirmed.

Any repeal, amendment or re-enactment, in whole or in part, of the General BY-Law of CUSAcorp Management Ltd. or of a Sole Shareholder Statement of the Association as sole shareholder of CUSAcorp Management Ltd. to restrict the powers of its directors, or the adoption thereof, shall only be approved by a two-thirds majority vote of CUSA's Board of Directors at a meeting duly called for that purpose.

Amendments to this Special BY-Law must be approved by two-thirds of the sitting directors duly assembled for that purpose and are only valid until the following CUSA Annual General Election, unless ratified by Referendum.

MOTION TO ADD CUSACORP MOTION TO THE AGENDA

Moved by: P. Dalton
Seconded by: L. Grimes

VOTE ON MOTION **UNANIMOUS**

(time 8:10)

MOTION TO RECESS

Moved by: C. Vieira
Seconded by: K. McMurray

VOTE ON MOTION **UNANIMOUS**

Red Cross Referendum Question

There is some discussion regarding the precise wording of the question.

C. Vieira stated that "barring sponsorship" is biased and inflammatory.

Motion 642

BE IT RESOLVED THAT the following question be included in the upcoming referendum:

Do you support that CUSA cease sponsorship of Canadian Red Cross blood drives until the Canadian Red Cross changes its donation policies as reflected in its questionnaire with regards to sexual orientation, race, previous countries of habitation, previous places of voyage or national origin.

Moved by: C. Vieira
Seconded by: K. McMurray

C. Vieira stated she believes the question to be clear and unbiased.

J. Edwards asked if questions 12-15 on the Red Cross questionnaire will be available at the time of voting.

C. Vieira asked if the above information could not be posted in the voting booth.

P. Dalton stated that during the campaign period is the proper time to make any information available.

VOTE ON MOTION **11/1/0** **CARRIED**

QPIRG Food Co-op Referendum Question

There is some discussion regarding the wording of the question.

Motion 643

BE IT RESOLVED THAT the following question be included in the upcoming referendum:

"Do you support the establishment of an Eat Your Peel Food Co-op and agree to pay $1.70 per semester up to a maximum of $10.00 for the duration of your undergraduate studies?

Moved by: K. McMurray
Seconded by: J. Asencio

A. Feldman asked if this question was not placed by a petition. He asked what the wording of the question was on the petition. L. Grimes replied that there was no question on the petition, and that the Board has to approve the wording of the question.

A. Feldman stated that the Board cannot amend the question.

P. Dalton stated that the question is not being amended, it is just being worded according to the information provided by QPIRG.

A. Feldman stated that Section 4.3.2 of the constitution states that the petition has to set out the specific wording of the question. He added that if the CRO feels the question is biased, it is between the CRO and the presenters of the petition.

VOTE ON MOTION 11/0/1 CARRIED

A. Feldman stated he would like his abstention noted for the record based on Section 4.3.2 of the constitution. He believes the Board should not be wording the question.

5.0 MOTION REGARDING ACCLAMATION

K. McMurray stated that a policy was passed last October that would have YES/NO votes included in the elections. He asked if this process therefore was not already in place.

Motion 644

BE IT RESOLVED THAT in the event of no contest in the nomination period during elections or by-elections, the candidate be subjected to a YES/NO vote in the election or by-election.

Moved by: K. Bolh
Seconded by: P. Dalton

J. Carruthers stated that it is important to put this in the constitution because he believes acclamation does not serve

the community well and including a YES/NO vote provides a certain level of democracy in the process.

VOTE ON MOTION **UNANIMOUS**

MOTION TO ADJOURN

Moved by: L. Podgurny
Seconded by: A. Kennedy

VOTE ON MOTION **2/10/0** **FAILED**

6.0 MOTION REGARDING CUSACORP

Motion 645

BE IT RESOLVED THAT the following be adopted as Special BY-Law C of CUSA:

The General By-law of CUSAcorp Management Ltd. adopted by its Board of Directors on February 7, 1994 and ratified by CUSA on February 7, 1994 by resolution of its Board of Directors and the Sole Shareholder Statement adopted by CUSA on February 7, 1994 by resolution of its Board of Directors are hereby confirmed.

Any repeal, amendment or re-enactment, in whole or in part, of the General BY-Law of CUSAcorp Management Ltd. or of a Sole Shareholder Statement of the Association as sole shareholder of CUSAcorp Management Ltd. to restrict the powers of its directors, or the adoption thereof, shall only be approved by a two-thirds majority vote of CUSA's Board of Directors at a meeting duly called for that purpose.

Amendments to this Special BY-Law must be approved by two-thirds of the sitting directors duly assembled for that purpose and are only valid until the following CUSA Annual General Election, unless ratified by Referendum.

Moved by: P. Dalton
Seconded by: C. Vieira

P. Dalton stated that this motion would make it necessary to have a two-thirds majority vote instead of a simple majority vote to affect any changes to the Shareholder Statement etc.

VOTE ON MOTION **11/0/1** **CARRIED**

MOTION TO ADJOURN

Moved by: K. McMurray
Seconded by: L. Podgurny

VOTE ON MOTION **2/10/0** **FAILED**

A motion was brought forth regarding passing all amendments to the constitution through legal counsel. There were no objections to adding this motion to the agenda.

7.0 LEGAL COUNSEL MOTION

BE IT RESOLVED THAT all amendments must be vetted by legal counsel.

Moved by: L. Grimes
Seconded by: A. Feldman

VOTE ON MOTION **10/1/1** **CARRIED**

MOTION TO ADJOURN

Moved by: C. Vieira
Seconded by: A. Feldman

VOTE ON MOTION **UNANIMOUS**

This meeting was adjourned at approximately 9:30 p.m.

G. Dubrow, Chair

S. Segal/M. Giles, Secretary